

**IN THE UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK**

In re:

LEHMAN BROTHERS SECURITIES AND ERISA  
LITIGATION

This Document Applies To:

*American National Insurance Company, et al. v. Fuld,  
et al.*, Case No. 1:09-cv-02363-LAK

*Contra Costa Water District v. Fuld, et al.*,  
Case No. 1:09-cv-06652-LAK;

*City of Auburn v. Fuld, et al.*,  
Case No. 1:09-cv-03474-LAK;

*City of San Buenaventura v. Fuld, et al.*,  
Case No. 1:09-cv-03476-LAK;

*City of Burbank v. Fuld, et al.*,  
Case No. 1:09-cv-03475-LAK;

*Mary A. Zeeb, Monterey County Treasurer, on Behalf  
of the Monterey County Investment Pool v. Fuld, et al.*,  
Case No. 1:09-cv-01944-LAK;

*San Mateo County Investment Pool v. Fuld, et al.*,  
Case No. 1:09-cv-01239-LAK;

*Vallejo Sanitation and Flood Control District v. Fuld,  
et al.*, Case No. 1:09-cv-06040-LAK;

*Zenith Insurance Company v. Fuld, et al.*,  
Case No. 1:09-cv-01238-LAK;

*Starr International U.S.A. Investments LC, et al. v.  
Ernst & Young LLP*, Case No. 1:11-cv-3745-LAK;

*Fifty-Ninth Street Investors LLC v. Ernst & Young,  
LLP, et al.*, Case No. 1:11-cv-4278-LAK;

Civil Action No. 09 MD 2017 (LAK)

ECF CASE

**DECLARATION OF  
KEVIN M. MCDONOUGH**

*The State of New Jersey, Department of Treasury  
Division of Investment v. Fuld, et al.,  
Case No. 1:10-cv-05201-LAK*

**DECLARATION OF KEVIN M. MCDONOUGH**

I, Kevin M. McDonough, am a partner of the law firm of Latham & Watkins LLP, 885 Third Avenue, New York, New York. I am admitted to the Bar of the State of New York and of this Court. I am submitting this declaration in support of Defendant Ernst & Young LLP's Motions for Summary Judgment, dated August 8, 2014, in the above-captioned actions.

1. Attached as Exhibit 1 is a true and correct copy of Financial Crisis Inquiry Commission Final Report Of The National Commission On The Cause Of The Financial and Economic Crisis In The United States (2011).

2. Attached as Exhibit 2 is a true and correct copy of Lehman's Form 10-K for the fiscal year ended November 30, 2007, filed on January 29, 2008 and designated MDL Ex. 242.

3. Attached as Exhibit 3 is a true and correct copy of the Expert Report of Allen Ferrell, dated October 21, 2013 with appendices and exhibits.

4. Attached as Exhibit 4 is a true and correct copy of the Expert Report of Kenneth Lehn, dated October 21, 2013 with appendices and exhibits.

5. Attached as Exhibit 5 is a true and correct copy of the Testimony Concerning the Lehman Brothers Examiner's Report by Chairman Mary L. Schapiro, U.S. Securities and Exchange Commission, Before the House Financial Services Committee, dated April 20, 2010.

6. Attached as Exhibit 6 is a true and correct copy of a report by UBS Investment Research, "*Lehman Brothers Holdings, Inc. A Hedge Above the Rest?*" December 13, 2007.

7. Attached as Exhibit 7 is a true and correct copy of a report by The Buckingham Research Group, Lehman Brothers (LEH) "*Lowering 1Q08 EPS on CMBS Weakness in February*," February 27, 2008.

8. Attached as Exhibit 8 is a true and correct copy of a report by Bernstein Research, "*US Securities Industry: Money Market Disruptions – Symptoms of Broader Industry Liquidity Issues*," February 28, 2008.

9. Attached as Exhibit 9 is a true and correct copy of Lehman's Form 10-K for the fiscal year ended November 30, 2006, filed February 13, 2007 and designated MDL Ex. 239.

10. Attached as Exhibit 10 is a true and correct copy of Lehman's Form 10-Q for the first quarter of 2007, filed April 9, 2007.

11. Attached as Exhibit 11 is a true and correct copy of the Statement of Financial Accounting Standards, No. 157.

12. Attached as Exhibit 12 is a true and correct copy of Lehman's Form 10-Q for the second quarter of 2007, filed July 9, 2007, and designated MDL Ex. 1150.

13. Attached as Exhibit 13 is a true and correct copy of Lehman Brothers First Quarter Results, company press release, dated March 18, 2008.

14. Attached as Exhibit 14 is a true and correct copy of portions of the deposition transcript of Erin Callan, dated September, 17, 2013.

15. Attached as Exhibit 15 is a true and correct copy of portions of the deposition transcript of Ian Lowitt, dated October 1, 2013.

16. Attached as Exhibit 16 is a true and correct copy of a report by Credit Suisse Lehman Brothers (LEH) "*Credit Suisse Fin'l Services Forum Highlights*," dated February 6, 2008.

17. Attached as Exhibit 17 is a true and correct copy of a report by Bank of America, "*Mark-Downs Look to Be Worse Than Expected, Lowering Numbers*," dated February 12, 2008.

18. Attached as Exhibit 18 is a true and correct copy of a report by Deutsche Bank, "*Lehman Brothers Holding Raised Dividend and Continues Buyback*," dated January 29, 2008.

19. Attached as Exhibit 19 is a true and correct copy of portions of the deposition transcript of Stavros Zafiridis, dated September 20, 2013.

20. Attached as Exhibit 20 is a true and correct copy of an article by Stephen G. Cecchetti, "*Crisis and responses: the Federal Reserve in the early stages of the financial crisis*," Journal of Economic Perspectives 23 (2009).

21. Attached as Exhibit 21 is a true and correct copy of a report by Merrill Lynch, "*Cutting PO to \$25 as earnings remain elusive*," dated July 28, 2008.

22. Attached as Exhibit 22 is a true and correct copy of a report by Citi, "*Upgrading To Buy; Reality Will Trump Fear*," dated March 28, 2008.

23. Attached as Exhibit 23 is a true and correct copy of a report by Punk Ziegel & Company Report, "*Financial Institutions Research*," dated March 19, 2008.

24. Attached as Exhibit 24 is a true and correct copy of a report by The Buckingham Research Group, “Lehman Brothers (LEH) *“1Q08: Underlying Earnings Power Remains Intact,”* dated March 19, 2008.

25. Attached as Exhibit 25 is a true and correct copy of portions of the deposition transcript of Christopher O’Meara, dated September 19-20, 2013.

26. Attached as Exhibit 26 is a true and correct copy of Final Transcript re: LEH-Q1 2008 Lehman Brothers Holdings Inc. Earnings Conference Call, dated March 18, 2008.

27. Attached as Exhibit 27 is a true and correct copy of the Expert Report of Richard L. Johnson, dated October 21, 2013.

28. Attached as Exhibit 28 is a true and correct copy of a Memo from Nathalie Nguyen to Files re: “LBHI Derivative Footnote Q1,” dated April 7, 2005.

29. Attached as Exhibit 29 is a true and correct copy of portions of the deposition transcript of H. Nejat Seyhun, dated June 6, 2014.

30. Attached as Exhibit 30 is a true and correct copy of a report by Fox-Pitt Kelton Cochran Caronia Waller, “*LEH: Raise and Write-Downs, But Not a ‘Capitulation’*,” dated June 9, 2008.

31. Attached as Exhibit 31 is a true and correct copy of a report by Bank of America Equity Research Report, Lehman Brothers Holdings Inc., dated June 9, 2008.

32. Attached as Exhibit 32 is a true and correct copy of a report by UBS Investment Research, “*Lehman Brothers – Unanswered Questions Continue To Weigh,*” dated June 10, 2008.

33. Attached as Exhibit 33 is a true and correct copy of a report by J.P. Morgan, "*Lehman Brothers – LEH Earnings In Line with Preannouncement, Risks Persist*," dated June 16, 2008.

34. Attached as Exhibit 34 is a true and correct copy of the Expert Rebuttal Report of H. Nejat Seyhun with appendices and exhibits, dated November 22, 2013.

35. Attached as Exhibit 35 is a true and correct copy of a report by Federal Reserve Bank of St. Louis, "*The Financial Crisis: A Timeline of Events and Policy Actions*," dated January 2011.

36. Attached as Exhibit 36 is a true and correct copy of the Q3 2008 Preliminary Lehman Brothers Holdings Inc. Earnings Conference Call, dated September 10, 2008.

37. Attached as Exhibit 37 is a true and correct copy of a report by Adam Copeland, Antoine Martin, and Michael Walker, "*The Tri-Party Repo Market before the 2010 Reforms*," Federal Reserve Bank of New York Staff Reports, No. 477 (November 2010).

38. Attached as Exhibit 38 is a true and correct copy of the Voluntary Petition of Lehman Brothers Holdings Inc., Case No. 08-bk-13555 (S.D.N.Y.), dated September 14, 2008.

39. Attached as Exhibit 39 is a true and correct copy of a report by Standard & Poor's, "*Lehman Bros. Holdings Downgraded To 'Selective Default'; Other Lehman Entities To 'BB-' Or 'R'*," dated September 15, 2008.

40. Attached as Exhibit 40 is a true and correct copy of the handwritten notes of Ananth Krishnamurthy, designated MDL Ex. 617.

41. Attached as Exhibit 41 is a true and correct copy of portions of the deposition transcript of Robert Azerad, dated July 24, 2013.

42. Attached as Exhibit 42 is a true and correct copy of an article by Gretchen Morgenson & Louise Story, "*In Financial Crisis, No Prosecutions of Top Figures*," New York Times, dated April 14, 2011.

43. Attached as Exhibit 43 is a true and correct copy of a report by Bank of America, "*Lehman Brothers Holdings Inc.*" dated September 9, 2008.

44. Attached as Exhibit 44 is a true and correct copy of a report by HSBC Global Credit Research, "*Lehman Brothers: De-risking and depending on markets to hold*," September 11, 2008.

45. Attached as Exhibit 45 is a true and correct copy of a report by Peter J. Wallison, "*Dissent from the Majority Report of the Financial Crisis Inquiry Commission*," American Enterprise Institute for Public Policy Research, dated January 14, 2011.

46. Attached as Exhibit 46 is a true and correct copy of portions of the deposition transcript of Richard S. Fuld, Jr., October 2, 2013.

47. Attached as Exhibit 47 is a true and correct copy of a Letter from Ernst & Young LLP to Lehman Brothers Holdings Inc., Attention: Mr. Christopher O'Meara, dated May 15, 2007, and designated MDL Ex. 1625.

48. Attached as Exhibit 48 is a true and correct copy of AU Section 110 Responsibilities and Functions of the Independent Auditor.

49. Attached as Exhibit 49 is a true and correct copy of AU Section 722, Interim Financial Information, and designated MDL Ex. 1928.

50. Attached as Exhibit 50 is a true and correct copy of portion of the Rule 30(b)(6) deposition transcript of Monterey County Investment Pool, August 22, 2013.

51. Attached as Exhibit 51 is a true and correct copy of Lehman's Form 10-K for the fiscal year ended November 30, 2005, filed February 13, 2006, MDL Ex. 528.

52. Attached as Exhibit 52 is a true and correct copy of the *American National Insurance Company et al. v. Fuld*, 09-cv-2363, Second Amended Complaint, filed November 16, 2011.

53. Attached as Exhibit 53 is a true and correct copy of the Consolidated First Amended Complaint in eight actions filed by California entities, filed November 29, 2011.

54. Attached as Exhibit 54 is a true and correct copy of Lehman's Form 10-Q for the period ended May 31, 2008, filed July 10, 2008, and designated MDL Ex. 18.

55. Attached as Exhibit 55 is a true and correct copy of AU Section 550, Other Financial Information in Documents Containing Audited Financial Statements.

56. Attached as Exhibit 56 is a true and correct copy of the Expert Rebuttal Report of Professor Stephen Choi with exhibits, dated November 22, 2013.

57. Attached as Exhibit 57 is a true and correct copy of portions of the deposition transcript of William Schlich, dated September 11-12, 2013.

58. Attached as Exhibit 58 is a true and correct copy of portions of the deposition transcript of Joseph P. Link, dated July 16, 2013.

59. Attached as Exhibit 59 is a true and correct copy of the Expert Report of John Lynch, November 22, 2013.



60. Attached as Exhibit 60 is a true and correct copy of a document entitled, Ernst & Young LLP, Form 10-K, 10-KSB and Registration Statement Checklist, dated November 30, 2007.

61. Attached as Exhibit 61 is a true and correct copy of a document entitled, Ernst & Young LLP Checklist for Review of Quarterly Financial Information, dated February 28, 2008.

62. Attached as Exhibit 62 is a true and correct copy of Expert Report of Stephen G. Ryan, dated November 22, 2013.

63. Attached as Exhibit 63 is a true and correct copy of the Testimony of William Schlich before the SEC, dated December 3, 2010.

64. Attached as Exhibit 64 is a true and correct copy of a document entitled, Lehman 2006 Audit – Global Planning Meeting and designated MDL Ex. 3.

65. Attached as Exhibit 65 is a true and correct copy of portions of the deposition transcript of Arthur Tully, dated April 12, 2013.

66. Attached as Exhibit 66 is a true and correct copy of a document entitled, Lehman 2007 Audit – International Team Meeting, May 16–17, 2007, and designated MDL Ex. 22.

67. Attached as Exhibit 67 is a true and correct copy of portions of the deposition transcript of Wyatt de Silva, dated April 30, 2013.

68. Attached as Exhibit 68 is a true and correct copy of portions of the deposition transcript of Paul E. Curth, May 3, 2013.

69. Attached as Exhibit 69 is a true and correct copy of portions of the deposition transcript of Ronald Genty, May 21, 2013.

70. Attached as Exhibit 70 is a true and correct copy of portions of the deposition transcript of Alex Gironde, May 14, 2013.

71. Attached as Exhibit 71 is a true and correct copy of a document entitled, Lehman and Subsidiaries – Interoffice Engagement Instructions Year Ending November 30, 2007, and designated MDL Ex. 5.

72. Attached as Exhibit 72 is a true and correct copy of a document entitled, Ernst & Young – Lehman 2008 Audit Plan, dated May 7, 2008, and designated MDL Ex. 1427.

73. Attached as Exhibit 73 is a true and correct copy of the Statement of Financial Accounting Standards 140: Accounting for Transfers and Servicing of Financial Assets and Extinguishment of Liabilities.

74. Attached as Exhibit 74 is a true and correct copy of portions of the deposition transcript of John J. Lynch, dated June 13, 2014.

75. Attached as Exhibit 75 is a true and correct copy of portions of the deposition transcript of John Feraca, dated June 18-19, 2013.

76. Attached as Exhibit 76 is a true and correct copy of the Expert Report of H. Nejat Seyhun with appendices and exhibits, dated October 21, 2013.

77. Attached as Exhibit 77 is a true and correct copy of a document entitled, Lehman Brothers Holdings Inc. Accounting Policy Manual, Section I. Assets – Collateralized Agreements and Collateralized Financings – Repo 105 and 108, designated MDL Ex. 1123.

78. Attached as Exhibit 78 is a true and correct copy of portions of the deposition transcript of Marie Stewart, dated July 24-25, 2013.

79. Attached as Exhibit 79 is a true and correct copy of portions of the deposition transcript of Stephen G. Ryan, dated April 8, 2014.

80. Attached as Exhibit 80 is a true and correct copy of portions of the deposition transcript of Richard L. Johnson, dated May 23, 2014.

81. Attached as Exhibit 81 is a true and correct copy of portions of the deposition transcript of Gary Holstrum, dated June 5, 2014.

82. Attached as Exhibit 82 is a true and correct copy of portions of the deposition transcript of Martin B. Kelly, dated September 10-11, 2013.

83. Attached as Exhibit 83 is a true and correct copy of portions of the deposition transcript of Kristine M. Smith, dated June 27, 2013.

84. Attached as Exhibit 84 is a true and correct copy of portions of the deposition transcript of Edward S. Grieb, dated May 16-17, 2013.

85. Attached as Exhibit 85 is a true and correct copy of portions of the deposition transcript of Matthew Kurzweil, dated June 11, 2013.

86. Attached as Exhibit 86 is a true and correct copy of portions of the deposition transcript of D. Paul Regan, dated May 20, 2014.

87. Attached as Exhibit 87 is a true and correct copy of the Expert Report of Gary Holstrum with exhibits, dated October 18, 2013.

88. Attached as Exhibit 88 is a true and correct copy of portions of the deposition of Herbert McDade, dated June 21, 2013.

89. Attached as Exhibit 89 is a true and correct copy of a document entitled, "*True Sale on Transfer of Financial Assets and Collateral in LBIE*", dated August 2001 and designated MDL Ex. 458.

90. Attached as Exhibit 90 is a true and correct copy of portions of the depositions transcript of Kevin B. Reilly, dated July 22, 2014.

91. Attached as Exhibit 91 is a true and correct copy of the Expert Report of Professor Zoe-Vonna Palmrose, dated November 22, 2013.

92. Attached as Exhibit 92 is a true and correct copy of Memorandum from Kristine Smith to Files re: “Rules of Road – Repo Recharacterizations,” dated August 19, 2001 and designated MDL Ex. 393.

93. Attached as Exhibit 93 is a true and correct copy of a Letter from Linklaters to Lehman Brothers International (Europe) re: “Repurchase Transactions under a Global Master Repurchase Agreement,” dated May 31, 2006, and designated MDL Ex. 1915.

94. Attached as Exhibit 94 is a true and correct copy of a document entitled, Lehman Brothers Holdings Inc. Accounting Policy Manual – Repo 105 and Repo 108, dated February 13, 2008.

95. Attached as Exhibit 95 is a true and correct copy of an email from Kevin Reilly to Arthur Tully re: “Draft of Off-balance-sheet presentation,” dated January 17, 2002, and designated MDL Ex. 7.

96. Attached as Exhibit 96 is a true and correct copy of a document entitled, Lehman – Consolidated Global Balance Sheet Analysis, dated November 31, 2007, and designated MDL Ex. 276.

97. Attached as Exhibit 97 is a true and correct copy of portions of the deposition transcript of Michael McGarvey, dated May 9, 2013.

98. Attached as Exhibit 98 is a true and correct copy of a document entitled, Lehman – Consolidated Global Balance Sheet Analysis, dated November 30, 2005, and designated MDL Ex. 27.

99. Attached as Exhibit 99 is a true and correct copy of a document entitled, Lehman – Consolidated Global Balance Sheet Analysis, dated August 31, 2007, and designated MDL Ex. 66.

100. Attached as Exhibit 100 is a true and correct copy of portions of the deposition transcript of Robert Charles Matthew Lee, dated August 28-29, 2013.

101. Attached as Exhibit 101 is a true and correct copy of a document entitled, Lehman – Consolidated Global Balance Sheet Analysis, dated August 31, 2006, and designated MDL Ex. 29.

102. Attached as Exhibit 102 is a true and correct copy of a document entitled, Lehman – Consolidated Global Balance Sheet Analysis, dated May 31, 2008, and designated MDL Ex. 84.

103. Attached as Exhibit 103 is a true and correct copy of portions of the deposition transcript of Allen Ferrell, dated April 24, 2014.

104. Attached as Exhibit 104 is a true and correct copy of the Expert Report of Glenn A. Okun, dated November 22, 2013.

105. Attached as Exhibit 105 is a true and correct copy of Fisher, William O., “Predicting a Heart Attack: The Fundamental Opacity of Extreme Liquidity Risk,” Temple Law Review, Forthcoming, February 17, 2013.

106. Attached as Exhibit 106 is a true and correct copy of Saunders, Anthony, Financial Institutions Management, 3rd ed. New York: The McGraw-Hill Companies, Inc., 2000.

107. Attached as Exhibit 107 is a true and correct copy of an Email from J. Gentile to Edward Grieb re: “Repo 105/108” with attachment, dated February 10, 2007 and designated MDL Ex. 214.

108. Attached as Exhibit 108 is a true and correct copy of portions of the deposition transcript of Joseph R. Gentile, dated August 8, 2013.

109. Attached as Exhibit 109 is a true and correct copy of the Affidavit of H. Nejat Seyhun, dated July 2, 2014.

110. Attached as Exhibit 110 is a true and correct copy of portions of the deposition transcript of Kenneth Lehn, dated June 10, 2014.

111. Attached as Exhibit 111 is a true and correct copy of the Expert Report of D. Paul Regan, dated May 20, 2014.

112. Attached as Exhibit 112 is a true and correct copy of an email from Marc Silberberg to Michael McGarvey, dated February 29, 2008, and designated MDL Ex. 167.

113. Attached as Exhibit 113 is a true and correct copy of an Email from Eric Treiling to Michael Horvath and others re: "Revised Confidentiality Agreement," June 5, 2008, and designated MDL Ex. 619.

114. Attached as Exhibit 114 is a true and correct copy of portions of the deposition of Jennifer A. Jackson, dated August 6-7, 2013.

115. Attached as Exhibit 115 is a true and correct copy of Lehman's Form 10-K for the fiscal year ended November 30, 2004.

116. Attached as Exhibit 116 is a true and correct copy of Lehman's Form 10-K for the fiscal year ended November 30, 2003.

117. Attached as Exhibit 117 is a true and correct copy of the Deposition of Marie Stewart, *Lehman Brothers Holdings, Inc. v. JPMorgan Chase Bank, N.A.*, Adversary Proceeding No. 10-03266, dated October 26, 2011, and designated MDL Ex. 751.

118. Attached as Exhibit 118 is a true and correct copy of Lehman's Form 10-Q for the quarterly period ended August 31, 2005, filed October 11, 2005.

119. Attached as Exhibit 119 is a true and correct copy of Lehman Brothers – Moody's Investor Service – Q2 2008 Update, dated May 29, 2008, and designated MDL Ex. 546.

120. Attached as Exhibit 120 is a true and correct copy of portion of the deposition transcripts of Paolo Tonucci, dated July 2-3, 2013.

121. Attached as Exhibit 121 is a true and correct copy of portions the Report of Anton R. Valukas, Examiner, dated March 11, 2010.

122. Attached as Exhibit 122 is a true and correct copy of Testimony of Erik Sirri, SEC, to Subcommittee on Securities, Insurance, and Investment, dated March 18, 2009.

123. Attached as Exhibit 123 is a true and correct copy of Financial Crisis Highlights Need to Improve Oversight of Leverage at Financial Institutions and across System," Statement of Orice Williams Brown, Director Financial Markets and Community Investment, United States Government Accountability Office, Testimony Before the Subcommittee on Oversight and Investigations, Committee on Financial Services, House of Representatives, dated May 6, 2010.

124. Attached as Exhibit 124 is a true and correct copy of a report by Global Securities Industry Methodology, Moody's Investors Services, dated December 2006.

125. Attached as Exhibit 125 is a true and correct copy of a report entitled, Moody's Favorite Ratios and Metrics for the Securities Industry, Moody's Investors Services, March 2006.

126. Attached as Exhibit 126 is a true and correct copy of portions of the deposition transcript of William Clark (NJDOJ), dated July 23, 2013.

127. Attached as Exhibit 127 is a true and correct copy of portions of the Rule 30(b)(6) deposition of State Compensation Insurance Fund, August 2, 2013.

128. Attached as Exhibit 128 is a true and correct copy of a report by Citigroup Global Markets, "Analysis of Broker 10-Qs Highlighting Several New & Incremental Disclosures (GS, LEH, MS)," dated July 14, 2008.

129. Attached as Exhibit 129 is a true and correct copy of an email from Rich Sega to Jay Stewart and others re: "Possible discussion items for tomorrow call," dated April 1, 2008 and designated MDL Ex. 982.

130. Attached as Exhibit 130 is a true and correct copy of a report by The Buckingham Research Group, "Lehman Brothers (LEH) Meeting with CFO: Short-Term P/L Impact from 'De-Risking', But Positive for Valuation & LT Fundamentals," April 14, 2008.

131. Attached as Exhibit 131 is a true and correct copy of a report by Oppenheimer, "LEH Pre-announces EPS Loss of \$5.14 and Capital Raise of \$6B," June 10, 2008.

132. Attached as Exhibit 132 is a true and correct copy of a report by Fitch Ratings, "Fitch Downgrades Lehman Brothers' L-T & S-T IDRs to 'A+/F1'; Outlook Negative," dated June 9, 2008.

133. Attached as Exhibit 133 is a true and correct copy of a report by UBS Investment Research, "Lehman Has Options, Albeit Costly Ones," dated July 23, 2008.

134. Attached as Exhibit 134 is a true and correct copy of a report by Bank of America Equity Research, "HEADS UP!", dated September 10, 2008.



135. Attached as Exhibit 135 is a true and correct copy of the Q2 2008 Lehman Earnings Conference Call, June 16, 2008 and designated MDL Ex. 1832.

136. Attached as Exhibit 136 is a true and correct copy of a report by Fox-Pitt Kelton, "Lehman Brothers Going Private May Be the Best Course of Action," dated July 14, 2008.

137. Attached as Exhibit 137 is a true and correct copy of a report by Bank of America, "Capital Markets Picture Book," dated August 11, 2008.

138. Attached as Exhibit 138 is a true and correct copy of an article entitled "Inside the End of the U.S. Bid to Punish Lehman Executives," The New York Times, September 8, 2013.

139. Attached as Exhibit 139 is a true and correct copy of the Amended Complaint in *C.V. Starr & Co., Inc. Trust v. Ernst & Young, LLP*, 11-civ-3745, filed October 4, 2011.

140. Attached as Exhibit 140 is a true and correct copy of portion of the Rule 30(b)(6) deposition transcript of Zenith Insurance Company, dated August 27, 2013.

141. Attached as Exhibit 141 is a true and correct copy of the Testimony of Kevin Reilly, In re: Repo 105 Investigation, dated September 20, 2010.

142. Attached as Exhibit 142 is a true and correct copy of the Testimony of Kristine Smith, In re: Repo 105 Investigation, dated November 18, 2010.

143. Attached as Exhibit 143 is a true and correct copy of the Testimony of William Schlich, In re: Repo 105 Investigation, dated October 6, 2010.

144. Attached as Exhibit 144 is a true and correct copy of portions of the deposition transcript of Hillary D. Hansen, dated August 29, 2013.

145. Attached as Exhibit 145 is a true and correct copy of portions of the deposition transcript of Margaret L. Dennis, dated September 18, 2013.

146. Attached as Exhibit 146 is a true and correct copy of an email from Matthew Kurzweil to Kevin Reilly and William Schlich re: "Repo 107," dated October 20, 2002, and designated MDL Ex. 6.

147. Attached as Exhibit 147 is a true and correct copy of an email from James Billingham to Jennifer Jackson and others re: "Europe failed sales and Repo 105," dated September 12, 2007, and designated MDL Ex. 999.

148. Attached as Exhibit 148 is a true and correct copy of an email from Edward Grieb to Marie Stewart re: "Fair value of gross up entries for failed sales," dated September 7, 2007, and designated MDL 763.

149. Attached as Exhibit 149 is a true and correct copy of portion of the deposition transcript of Joseph Palumbo, dated July 30, 2013.

150. Attached as Exhibit 150 is a true and correct copy of an EY memo to files from Ela Golis and Jennifer Jackson re: "LBHI Derivative Footnote Q2," dated July 14, 2004, and designated MDL Ex. 992.

151. Attached as Exhibit 151 is a true and correct copy of an EY workpaper prepared by Nathalie Nguyen re: "CWS to GL Reconciliation," dated November 30, 2007, and designated MDL Ex. 56.

152. Attached as Exhibit 152 is a true and correct copy of an email from Nathalie Nguyen to Thomas Smith re: "Deriv Footnote Memo," dated March 13, 2007, and designated MDL Ex. 77.

153. Attached as Exhibit 153 is a true and correct copy of portions of the deposition transcript of Nathalie Nguyen Daniel, dated May 9, 2013.

154. Attached as Exhibit 154 is a true and correct copy of an EY memo to files from Merene Joseph, Nathalie Nguyen and Jennifer Jackson, re: "LBHI Derivative Footnote Q3," dated November 1, 2006, and designated MDL Ex. 69.

155. Attached as Exhibit 155 is a true and correct copy of portions of the deposition transcript of Denise L. Prosser, dated May 7, 2013.

156. Attached as Exhibit 156 is a true and correct copy of an EY workpaper for the first quarter of 2007 entitled "Repo 105 Pivot table," and designated MDL Ex. 60

157. Attached as Exhibit 157 is a true and correct copy of the EY workpaper for the first quarter of 2008 entitled "Repo 105 Pivot table," and designated MDL Ex. 1008

158. Attached as Exhibit 158 is a true and correct copy of the EY workpaper entitled "Repo 105 with ICR Breakout," dated November 28, 2003, and designated MDL Ex. 905.

159. Attached as Exhibit 159 is a true and correct copy of a document entitled, Sarbanes-Oxley Contol Matrix, dated July 7, 2008.

160. Attached as Exhibit 160 is a true and correct copy of portions of the deposition transcript of Gerard N. Gruner, dated June 6, 2013.

161. Attached as Exhibit 161 is a true and correct copy of the EY workpaper entitled "Lehman Brothers 2007 Q3 Workplan."

162. Attached as Exhibit 162 is a true and correct copy of the EY workpaper entitled "Test of Controls Approach – Identify and Evaluate Controls – Full and Limited," dated November 30, 2007, and designated MDL Ex. 699.

163. Attached as Exhibit 163 is a true and correct copy of an email from Marie Stewart to Martin Kelly re: "List of things to focus on," dated December 18, 2007, and designated MDL Ex. 767.

164. Attached as Exhibit 164 is a true and correct copy of the Testimony of Martin Kelly, dated July 20, 2010, and designated MDL Ex. 1350.

165. Attached as Exhibit 165 is a true and correct copy of a CEO certification, dated January 28, 2008, and designated MDL Ex. 225.

166. Attached as Exhibit 166 is a true and correct copy of a certification of Martin Kelly, dated April 2008, and designated MDL Ex. 1362.

167. Attached as Exhibit 167 is a true and correct copy of a signature page for 10-Q July 8, 2008, dated July 8, 2008, and designated MDL Ex. 648.

168. Attached as Exhibit 168 is a true and correct copy of a letter from Matthew Lee to Lehman, dated May 16, 2008, and designated MDL Ex. 611.

169. Attached as Exhibit 169 is a true and correct copy of an email from Beth Rudofker to William Schlich re: "Matthew Lee," dated May 27, 2008, and designated MDL Ex. 539.

170. Attached as Exhibit 170 is a true and correct copy of portions of the deposition transcript of Beth A. Rudofker, dated July 11, 2013.

171. Attached as Exhibit 171 is a true and correct copy of handwritten notes taken by Hillary Hansen, dated June 4–5.

172. Attached as Exhibit 172 is a true and correct copy of handwritten notes taken by Hillary Hansen, designated MDL Ex. 619.

173. Attached as Exhibit 173 is a true and correct copy of an email from Beth Rudofker to William Schlich re: "Matthew Lee," dated May 29, 2008, and designated MDL Ex. 613.

174. Attached as Exhibit 174 is a true and correct copy of an email from Beth Rudofker to William Schlich and Martin Kelly re: "Matthew Lee Letter and Investigation – Conversation with TC," dated June 4, 2008, and designated MDL Ex. 614.

175. Attached as Exhibit 175 is a true and correct copy of an from Beth Rudofker to Joe Polizzotto re: "Schedules. " dated June 11, 2008, and designated MDL Ex. 618.

176. Attached as Exhibit 176 is a true and correct copy of an email from Beth Rudofker to Bill Schlich re: "Schedules," dated June 5, 2008, and designated MDL Ex. 616.

177. Attached as Exhibit 177 is a true and correct copy of an email from Hillary Hansen to Stavros Zafiridis re: "Second request: balance sheet substantiation," dated July 2, 2008, and designated MDL Ex. 1722.

178. Attached as Exhibit 178 is a true and correct copy of an email from Erwin Shustak to Jack Johnson re: "Matthew Lee," dated June 10, 2008, and designated MDL Ex. 647.

179. Attached as Exhibit 179 is a true and correct copy of an email from Steven Berkenfeld to Joe Polizzotto re: "Matthew Lee," dated June 10, 2008, and designated MDL Ex. 1128.

180. Attached as Exhibit 180 is a true and correct copy of an email from William Schlich to Hillary Hansen re: "Invitation: Meeting – Matthew Lee/Joe Polizzotto/Bill Schlich," dated June 10, 2008, and designated MDL Exhibit 1283.

181. Attached as Exhibit 181 is a true and correct copy of the SEC testimony of Matthew Lee, dated July 16, 2010, and designated MDL Ex. 1209.

182. Attached as Exhibit 182 is a true and correct copy of a document entitled, Lehman Global Corporate Audit, Sarbanes-Oxley 404(A) 2007 Year-End Results, designated MDL Ex. 639.

183. Attached as Exhibit 183 is a true and correct copy of portions of the deposition of Paul Haus, dated September 24, 2013.

184. Attached as Exhibit 184 is a true and correct copy of minutes of Lehman's Audit Committee, dated June 13, 2008, and designated MDL Ex. 646.

185. Attached as Exhibit 185 is a true and correct copy of minutes of Lehman's Audit Committee, dated July 22, 2008, and designated MDL Ex. 624

186. Attached as Exhibit 186 is a true and correct copy of an email from Beth Rudofker to Joe Polizzotto, Martin Kelly and others re: "Employee Letter Presentation to the Audit Committee", dated July 22, 2008, and designated MDL Ex. 622.

187. Attached as Exhibit 187 is a true and correct copy of an email from Hillary Hansen to Beth Rudofker and other re: "Employee Letter Presentation to the Audit Committee", dated July 22, 2008, and designated MDL Ex. 1284.

188. Attached as Exhibit 188 is a true and correct copy of Starr International U.S.A. Investments, LLC's Answers and Objections to Ernst & Young LLP's First Set of Interrogatories, dated March 4, 2013.

189. Attached as Exhibit 189 is a true and correct copy of C.V. Starr & Co., Inc. Trust's Answers and Objections to Ernst & Young LLP's First Set of Interrogatories, dated March 4, 2013.

190. Attached as Exhibit 190 is a true and correct copy of portions of the Rule 30(b)(6) deposition of Starr International and C.V. Starr, dated July 10, 2013.

191. Attached as Exhibit 191 is a true and correct copy of the Second Amended Complaint in *State of New Jersey, Department of Treasury, Division of Investment v. Richard S. Fuld, Jr. et al.*, No. 10-cv-05201, filed October 7, 2011.

192. Attached as Exhibit 192 is a true and correct copy of the New Jersey Department of Investment's Responses and Objections to EY's First Set of Interrogatories, dated February 28, 2013.

193. Attached as Exhibit 193 is a true and correct copy of handwritten notes of William Clark, and designated MDL Ex. 735.

194. Attached as Exhibit 194 is a true and correct copy of handwritten notes of Ms. Pastore, and designated MDL Ex. 736.

195. Attached as Exhibit 195 is a true and correct copy of handwritten notes of Mr. Lebowitz, and designated MDL Ex. 737.

196. Attached as Exhibit 196 is a true and correct copy of the State of New Jersey State Investment Council – Minutes, dated September 18, 2008, and designated MDL Ex. 746.

197. Attached as Exhibit 197 is a true and correct copy of a document titled “Managing the State’s Pension Fund Through Financial Turmoil,” designated MDL Ex. 745.

198. Attached as Exhibit 198 is a true and correct copy of the State of New Jersey Division of Investment – Investment Ledger, dated October 1, 2008, and designated MDL Ex. 726.

199. Attached as Exhibit 199 is a true and correct copy of Plaintiff Vallejo Sanitation & Flood Control District's Response to Ernst & Young LLP's First Set of Interrogatories, dated March 4, 2013.

200. Attached as Exhibit 200 is a true and correct copy of portions of the Rule 30(b)(6) deposition transcript of Vallejo, dated August 20, 2013.

201. Attached as Exhibit 201 is a true and correct copy of Memo from Ronald Matheson to President and Board of Trustees re: Investments Policy, dated July 24, 2007, and designated MDL Ex. 1097.

202. Attached as Exhibit 202 is a true and correct copy of a United States Bankruptcy Court Proof of Claim in Case Number 08-13555, submitted December 18, 2008, and designated MDL Ex. 1111.

203. Attached as Exhibit 203 is a true and correct copy of Plaintiff Monterey County Investment Pool's Response to Ernst & Young LLP's First Set of Interrogatories, dated March 4, 2013.

204. Attached as Exhibit 204 is a true and correct copy of the Treasurer-Tax Collector - County of Monterey Investment Policy, dated August 15, 2006, and designated MDL Ex. 1148.

205. Attached as Exhibit 205 is a true and correct copy of the Monterey County Board of Supervisors – Meeting Agenda, dated July 31, 2007, and designated MDL Ex. 1153.

206. Attached as Exhibit 206 is a true and correct copy of the Monterey County Investment Portfolio/Lehman Brothers Lou Solton, Treasurer-Tax Collector, dated September 16, 2008, and designated MDL Ex. 1158.

207. Attached as Exhibit 207 is a true and correct copy of the Monterey County Board of Supervisors – Meeting Agenda, dated January 27, 2009, and designated MDL Ex. 1161.



208. Attached as Exhibit 208 is a true and correct copy of the Monterey County-Securities Transaction Record, dated August 3, 2010, and designated MDL Ex. 1152.

209. Attached as Exhibit 209 is a true and correct copy of the City of Burbank's Responses to Ernst & Young LLP's First Set of Interrogatories, dated March 4, 2013.

210. Attached as Exhibit 210 is a true and correct copy of portions of the Rule 30(b)(6) deposition transcript of Burbank, dated August 23, 2013.

211. Attached as Exhibit 211 is a true and correct copy of a United States Bankruptcy Court Proof of Claim in Case Number 08-13555, dated January 29, 2009, and designated MDL Ex. 1172.

212. Attached as Exhibit 212 is a true and correct copy of a Union Bank Transaction Form, dated April 17, 2012, and designated MDL Ex. 1173.

213. Attached as Exhibit 213 is a true and correct copy of an email from Elena Aguba to Debbi Kukta and Delia Punsalan, re: today liquidation, dated October 1, 2012, and designated MDL Ex. 1174.

214. Attached as Exhibit 214 is a true and correct copy of an email from Elena Aguba to Debbie Kukta and others re: distribution, dated April 4, 2013, and designated MDL Ex. 1175.

215. Attached as Exhibit 215 is a true and correct copy of Contra Costa Water District's Responses to Ernst & Young LLP's First Set of Interrogatories, dated March 4, 2013.

216. Attached as Exhibit 216 is a true and correct copy of portions of the Rule 30(b)(6) deposition transcript of Contra Costa, dated August 23, 2013.

217. Attached as Exhibit 217 is a true and correct copy of an Agenda Docket Form – Agenda Item no. 8, dated September 19, 2007, and designated MDL Ex. 1183.

218. Attached as Exhibit 218 is a true and correct copy of Contra Costa handwritten notes with attachments re: “Lehman Investment,” and designated MDL Ex. 1187.

219. Attached as Exhibit 219 is a true and correct copy of a Fax from Ken Schiebel to Desiree Castello re: “Lehman Brothers sale,” dated April 25, 2011, and designated MDL Ex. 1190.

220. Attached as Exhibit 220 is a true and correct copy of the City of San Buenaventura’s Responses to Ernst & Young LLP’s First Set of Interrogatories, dated March 4, 2013.

221. Attached as Exhibit 221 is a true and correct copy of portions of the Rule 30(b)(6) deposition transcript of San Buenaventura, dated August 27, 2013.

222. Attached as Exhibit 222 is a true and correct copy of a Stanford Group Company customer purchase/sale notification, dated January 25, 2008, and designated MDL Ex. 1221.

223. Attached as Exhibit 223 is a true and correct copy of the City of Ventura Finance & Technology Treasurer’s Monthly Investment Report, dated January 31, 2008, and designated MDL Ex. 1224.

224. Attached as Exhibit 224 is a true and correct copy of a Proof of Claim submitted by the City of Ventura, dated November 3, 2008, and designated MDL Ex. 1229.

225. Attached as Exhibit 225 is a true and correct copy of an email from Amy Kung to R. Livingston and others re: “Wire – Lehman Brothers Holdings Distribution”, dated April 18, 2012, and designated MDL Ex. 1230.

226. Attached as Exhibit 226 is a true and correct copy of an email from Amy Kung to R. Livingston and others re: “Lehman Brothers Escrow Payout”, dated October 2, 2012, and designated MDL Ex. 1231.

227. Attached as Exhibit 227 is a true and correct copy of an email from Amy Kung to R. Livingston and others re: “Wire–Lehman Brothers’ Default”, dated April 5, 2013, and designated MDL Ex. 1232.

228. Attached as Exhibit 228 is a true and correct copy of Zenith Insurance Company’s Responses to Ernst & Young LLP’s First Set of Interrogatories, dated March 4, 2013.

229. Attached as Exhibit 229 is a true and correct copy of Trading documents re: “November 21, 2008 purchase,” and designated MDL Ex. 1213.

230. Attached as Exhibit 230 is a true and correct copy of the San Mateo County Investment Pool’s Responses to Ernst & Young LLP’s First Set of Interrogatories, dated March 4, 2013.

231. Attached as Exhibit 231 is a true and correct copy of portions of the Rule 30(b)(6) deposition transcript of San Mateo, dated August 28, 2013.

232. Attached as Exhibit 232 is a true and correct copy of the San Mateo County Investment Advisory Committee Notice of Meeting and Agenda, dated October 15, 2007, and designated MDL Ex. 1243-A.

233. Attached as Exhibit 233 is a true and correct copy of the County of San Mateo Investment Pool, Investment Consultant’s Report, dated June 17, 2009, and designated MDL Ex. 1248-A.

234. Attached as Exhibit 234 is a true and correct copy of correspondence from Lee Buffington to Honorable Board of Supervisors re: “Information regarding the Investment Pool and the Lehman Brothers Investment and Bankruptcy,” dated November 3, 2008, and designated MDL Ex. 1238-A.

235. Attached as Exhibit 235 is a true and correct copy of San Mateo County Investment Advisory Committee Minutes, dated October 20, 2008, and designated MDL Ex. 1246-A.

236. Attached as Exhibit 236 is a true and correct copy of a letter from Sandie Arnott to Pool Participants re: “notification update on the 3<sup>rd</sup> Lehman Bankruptcy distribution to take place,” dated March 28, 2013, and designated MDL Ex. 1241-A.

237. Attached as Exhibit 237 is a true and correct copy of a Recovery date/amount and Percentage summary, designated MDL Ex. 1242-A.

238. Attached as Exhibit 238 is a true and correct copy of the American National Insurance Company of Texas’ Answers to Ernst & Young LLP’s First Set of Interrogatories, dated March 4, 2013.

239. Attached as Exhibit 239 is a true and correct copy of a trade ticket for the portfolio name “CIS,” dated February 5, 2008, and designated MDL Ex. 1072.

240. Attached as Exhibit 240 is a true and correct copy of portions of the Rule 30(b)(6) deposition transcript of Comprehensive Investment Service, Inc., dated August 19, 2013.

241. Attached as Exhibit 241 is a true and correct copy of a trade ticket for the portfolio name “ABM,” dated February 5, 2008, and designated MDL Ex. 1073

242. Attached as Exhibit 242 is a true and correct copy of a trade ticket numbered 5429 for The Moody Foundation, dated January 29, 2007, and designated MDL Ex. 1085.

243. Attached as Exhibit 243 is a true and correct copy of portions of the Rule 30(b)(6) deposition transcript of Moody Foundation, dated August 19, 2013.

244. Attached as Exhibit 244 is a true and correct copy of an email from Jeannie Hughes to Leyla Flores re: trade ticket, dated February 7, 2007, and designated MDL Ex. 1087.

245. Attached as Exhibit 245 is a true and correct copy of a trade ticket numbered 5481 for The Moody Foundation, dated January 7, 2008, and designated MDL Ex. 1089.

246. Attached as Exhibit 246 is a true and correct copy of a trade ticket numbered 5489 for The Moody Foundation, dated January 22, 2008, and designated MDL Ex. 1090.

247. Attached as Exhibit 247 is a true and correct copy of a trade ticket numbered 5496 for The Moody Foundation, dated January 28, 2008, and designated MDL Ex. 1091.

248. Attached as Exhibit 248 is a true and correct copy of a trade ticket numbered 5524 for The Moody Foundation, dated April 25, 2008, and designated MDL Ex. 1092.

249. Attached as Exhibit 249 is a true and correct copy of Lehman's Form 10-Q for the third quarter of 2006, filed October 10, 2006, and designated MDL Ex. 1086.

250. Attached as Exhibit 250 is a true and correct copy of Lehman's Form 10-Q for the third quarter of 2007, filed October 10, 2007, and designated MDL Ex. 1074.

251. Attached as Exhibit 251 is a true and correct copy of Arthur N. Abbey Objections and Responses to Ernst & Young LLP's First Set of Interrogatories, dated March 1, 2013.

252. Attached as Exhibit 252 is a true and correct copy of Expert Report of Zachary Nye, dated October 18, 2013.

253. Attached as Exhibit 253 is a true and correct copy of portions of the Testimony of Margaret Finan, In re Repo 105 Investigation, dated October 19, 2010.

254. Attached as Exhibit 254 is a true and correct copy of the Amended Complaint in *Fifth-Ninth Street Investors LLC and Arthur N. Abbey v. Fuld, et al.*, No. 11-cv-4278, filed November 5, 2013.

255. Attached as Exhibit 255 is a true and correct copy a document entitled, 2004 Repo 105 Policy, dated December 1, 2004.

256. Attached as Exhibit 256 is a true and correct copy of portions of the deposition transcript of Anuraj Bismal, dated May 28, 2013.

257. Attached as Exhibit 257 is a true and correct copy of the Expert Report of William J. Chambers, dated October 21, 2013, with appendices and exhibits.

258. Attached as Exhibit 258 is a true and correct copy of the Expert Rebuttal Report of William J. Chambers, dated November 22, 2013, with appendix.

259. Attached as Exhibit 259 is a true and correct copy of a Lehman Brothers presentation titled "Liquidity Management at Lehman Brothers," dated June 5, 2008, and designated MDL Ex. 620.

260. Attached as Exhibit 260 is a true and correct copy of an email from Michael Horvath to Bertil Lundqvist and other re: "Lehman Meeting Today," dated June 4, 2008, and designated MDL Ex. 618.

I declare under penalty of perjury that the foregoing is true and correct, pursuant to 28 U.S.C. § 1746.

Dated: August 8, 2014  
New York, NY

  
Kevin M. McDonough